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*Attorney for Toyota Motor Engineering &
Manufacturing North America, Inc., Toyota
Motor Corporation and Toyota Motor Sales
U.S.A., Inc.*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE:

DPH HOLDINGS CORP., et al.,

Reorganized Debtors.

Chapter 11

Case No. 05-44481 (RDD)

(Jointly Administered)

**WITHDRAWAL OF TOYOTA MOTOR ENGINEERING & MANUFACTURING
NORTH AMERICA, INC., TOYOTA MOTOR CORPORATION AND TOYOTA
MOTOR SALES, U.S.A., INC.'S LIMITED OBJECTION TO DEBTORS' NOTICE OF
ASSUMPTION AND ASSIGNMENT WITH RESPECT TO CERTAIN EXECUTORY
CONTRACTS OR UNEXPIRED LEASES TO BE ASSUMED AND ASSIGNED TO DIP
HOLDCO 3, LLC UNDER MODIFIED PLAN OF REORGANIZATION**

Pursuant to the Order Approving Certain Agreements with and Resolving Certain Objections of Toyota Motor Engineering & Manufacturing North America, Inc., Toyota Motor Corporation, and Toyota Motor Sales, U.S.A., Inc. to (A) Assumption and Assignment of Executory Contracts and Unexpired Leases and (B) Cure Amounts entered by this Court on December 29, 2009 [Docket No. 19247], Toyota Motor Engineering & Manufacturing North America, Inc., for itself and its manufacturing subsidiaries and affiliates ("TEMA"), Toyota Motor Corporation ("TMC") and Toyota Motor Sales, U.S.A., Inc. ("TMS"; collectively with

TEMA and TMC, “Toyota”), by and through its undersigned counsel, hereby withdraws with prejudice its Limited Objection to Debtors’ Notice of Assumption and Assignment with Respect to Certain Executory Contracts or Unexpired Leases to be Assumed and Assigned to DIP Holdco 3, LLC Under Modified Plan of Reorganization filed by Toyota on August 5, 2009 [Docket No. 18742].

Dated: January 5, 2010

Respectfully Submitted,

FROST BROWN TODD LLC

/s/ Robert V. Sartin

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CERTIFICATE OF SERVICE

I, Robert V. Sartin, hereby certify that the foregoing was electronically filed using the Court's CM/ECF filing system, which will send notice of this filing pursuant to the Court's ECF system.

/s/ Robert V. Sartin
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